

RELEASE

DEC 23 1974 12:00 PM

~~INTERSTATE COMMERCE COMMISSION~~

This Release is executed as of the 17th day of December, 1974, by THE FIRST NATIONAL BANK OF CHICAGO, a national banking association having its principal place of business at One First National Plaza, Chicago, Illinois 60670 (the "Bank"), as Trustee under an Equipment Trust Agreement (the "Agreement") dated as of September 15, 1972, between the Bank and Union Tank Car Company, a Delaware corporation having its principal place of business at 90 Half Day Road, Lincolnshire, Illinois 60015 ("Union").

1. Purpose. Pursuant to the provisions of the Agreement, which was recorded with the Interstate Commerce Commission on November 27, 1972, and assigned recordation number 6814, Union from time to time during the period December 27, 1972 - December 17, 1974, assigned to the Bank certain railway cars (the cars so assigned to the Bank during such period being hereinafter referred to as the "Trust Equipment") to secure the payment of notes issued under the Agreement. The Trust Equipment was assigned by Union to the Bank pursuant to the following bills of sale (the "Bills of Sale") which were recorded with the Interstate Commerce Commission as supplements to the Agreement:

<u>Date of Bill of Sale</u>	<u>I.C.C. Recordation Number</u>	<u>Date of Recordation</u>
December 27, 1972	6814-A	December 29, 1972
March 20, 1973	6814-C	March 22, 1973
May 18, 1973	6814-D	May 21, 1973
July 18, 1973	6814-E	July 20, 1973
August 31, 1973	6814-G	September 7, 1973
November 15, 1973	6814-H	November 19, 1973
December 28, 1973	6814-I	January 2, 1974
March 14, 1974	6814-L	March 20, 1974
May 15, 1974	6814-N	May 17, 1974
June 27, 1974	6814-O	July 3, 1974
August 29, 1974	6814-P	September 4, 1974
September 30, 1974	6814-U	October 3, 1974
November 27, 1974	6814-V	December 2, 1974

All of the notes issued pursuant to the Agreement on or prior to the date hereof have been fully paid, and it is the purpose of this Release to clearly indicate of record that

the Bank has no further interest in any of the Trust Equipment covered by the Bills of Sale described above.

2. Release. The Bank hereby certifies that it has assigned all of its right, title and interest in the Trust Equipment covered by the Bills of Sale described in paragraph 1 hereof, and that all notes issued pursuant to the Agreement through the date hereof have been fully paid, satisfied, released and discharged. This Release releases all interests of the Bank in the Trust Equipment, it being the intent of the Bank to revest title to such Trust Equipment in Union free of any encumbrance of the Bank.

IN WITNESS WHEREOF, the Bank has caused this Release to be executed and its corporate seal to be hereunto affixed by its duly authorized officers as of the date first above written.

THE FIRST NATIONAL BANK OF CHICAGO,
Trustee

By


Vice President

[S E A L]

ATTEST:



STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 13th day of December, 1974, before me personally appeared J. R. Grimes, to me personally known, who, being by me duly sworn, says that he is a Vice President of The First National Bank of Chicago, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, and that said instrument was signed and sealed on behalf of said Bank as the free act and deed of said Bank.

[NOTARIAL SEAL]

K O B
Notary Public

My commission expires: JAN 30 1977